

THE TORONTO STOCK EXCHANGE

FILING STATEMENT NO. 1334.
FILED, AUGUST 5th. 1965.

ACCRA EXPLORATIONS LIMITED

Full corporate name of Company
Incorporated under Part XI of The Companies Act (Ontario)
by letters patent dated April 1, 1935.

Particulars of incorporation (e.g., Incorporated under Part IV of the Corporations Act, 1953
(Ontario) by Letters Patent dated May 1st, 1957).

FILING STATEMENT

Reference is made to previous
Filing Statement 1049, and
Amending Filing Statement Nos. 191

(To be filed with respect to any material change in a company's affairs, including among other things, and 254.
an underwriting and option agreement, an issue of shares for property and a proposed re-organization.)

1. Brief statement of the material change in the affairs of the company in respect of which this statement is filed.	(a) Underwriting and option agreement, particulars of which are given in Items 6 and 7 hereof; (b) Acquisition of 8 unpatented mining claims in Isle Dieu Township, Province of Quebec - see Items 11 and 12 hereof.
2. Head office address and any other office address.	Head Office - Suite 305, 100 Adelaide Street West, Toronto, Ontario.
3. Names, addresses and chief occupations for the past five years of present or proposed officers and directors.	President and Director - Crawford M. Cook, 309 Castlefield Avenue, Toronto, Building Superintendent. Vice-President and Director - Martin Winter, 17 Marwood Street, Toronto, President of Motorcade Stores Limited Secretary-Treasurer and Director - Robert Brown, 120 Fenn Ave., Willowdale, Ontario, Public Accountant and Corporation Secretary. Director - John T. Tokarsky, 199 Goulding Avenue, Willowdale, Ontario, Accountant. Director - Herbert L. Pountney, 2 Laxton Avenue, Toronto, Pharmacist.
4. Share capitalization showing authorized and issued and outstanding capital.	Authorized - 3,500,000 shares with par value of \$1. each Issued and Outstanding - 2,950,000 shares
5. Particulars in respect of any bonds, debentures, notes, mortgages, charges, liens or hypothecations outstanding.	None.
6. Details of any treasury shares or other securities now the subject of any underwriting, sale or option agreement or of any proposed underwriting, sale or option agreement.	By agreement dated July 29, 1965 between the Company and E. H. Pooler & Co. Limited, 302 Bay Street, Toronto, a member of the Toronto Stock Exchange and of the Canadian Stock Exchange, acting on behalf of a client, E. H. Pooler & Co. Limited has agreed to firmly purchase 200,000 shares in the capital stock of the Company at the price of 15 cents per share, payable within 48 hours of the date upon which this filing statement shall have been accepted by the Toronto Stock Exchange and a similar filing statement accepted by the Canadian Stock Exchange and the Quebec Securities Commission shall have granted an exemption from registration ("the effective date"). Pooler and its client have undertaken that no part of the shares purchased by Pooler pursuant to the agreement will be distributed in the Province of Quebec.
7. Names and addresses of persons having any interest, direct or indirect in underwritten or optioned shares or other securities or assignments, present or proposed, and, if any assignment is contemplated, particulars thereof.	E. H. Pooler & Co. Limited, aforesaid, is acting on behalf of its client, Gailgary Investments Limited, 32 Forest Ridge Drive, Toronto. The persons owning a greater than 5% interest in Gailgary Investments Limited are Gail Elaine Foster, Gary Michael Foster, Mona Robin Foster, children of David J. Foster, and Shirley Foster, wife of David J. Foster, all residing at 32 Forest Ridge Drive, Toronto. There is no other person, firm or corporation having any interest in the agreement.

AR85

8. Any payments in cash or securities of the company made or to be made to a promoter or finder in connection with a proposed underwriting or property acquisition.	None												
9. Brief statement of company's future development plans, including proposed expenditure of proceeds of sale of treasury shares, if any.	If the Company acquires the mining claims referred to in Item 11 hereof, it intends to carry out thereon an exploration programme of prospecting and a self-potential survey over a portion of the claims as recommended by the Company's engineer, at an estimated cost of \$2,000 and to undertake a diamond drilling programme if the results of the said work so indicate. A diamond drilling programme of 1000 feet is currently under way on the Company's Tiblemont claims in which it holds a 75% interest. At this time the Company has no plans for work on its Barber and Willett Township claims, its Evelyn Township claims and its Langmuir Township claims.												
10. Brief statement of company's chief development work during past year.	<p>Since the amending filing statement of November 26, 1964, the Company has carried out the following exploration programs:</p> <p><u>Tiblemont Township Claims (75% interest)</u> A diamond drilling program is currently under way covering a minimum of 1,000 feet at an estimated cost of \$4,800.00. The Company's share is \$3,600.00.</p> <p><u>Langmuir Township Claims</u> Linecutting, electromagnetic survey and 1,145 feet of diamond drilling at a total cost of \$10,353.78.</p>												
11. Names and addresses of vendors of any property or other assets intended to be purchased by the company showing the consideration to be paid.	The Company has acquired from David J. Foster, 32 Forest Ridge Drive, Toronto, all right and title under the Quebec Mining Act in and to 8 unpatented mining claims in Isle Dieu Township, Quebec, being Claim No. 5, Certificate 223630; Claims Nos. 3, 4 and 5, Certificate 223632; Claims 3, 4 and 5, Certificate 223634; and Claim 1, Certificate 223635. The Company will pay to Mr. Foster the sum of \$175.00 per claim for these 8 claims. These claims were acquired from the vendor at the vendor's cost only.												
12. Names and addresses of persons who have received or will receive a greater than 5% interest in the shares or other consideration to be received by the vendor. If the vendor is a limited company, the names and addresses of persons having a greater than 5% interest in the vendor company.	David Jay Foster, 32 Forest Ridge Drive,, Toronto, Ontario.												
13. Number of shares held in escrow or in pool and a brief statement of the terms of escrow or the pooling agreement.	200,000 shares are held in escrow, subject to release only with the prior written consents of the Toronto Stock Exchange and the Canadian Stock Exchange. Since last amending filing statement dated Nov. 26, 1964, 190,000 shares have been released from escrow and an additional 90,000 shares have been escrowed, pursuant to the terms of a vendors agreement dated November 23, 1964.												
14. Names and addresses of owners of more than a 5% interest in escrowed shares and their shareholdings (If shares are registered in the names of nominees or in street names, give names of beneficial owners, if possible.)	<table> <tr> <td>James P. Manley, 25 Country Lane Willowdale, Ontario -</td> <td>116,664 shares</td> </tr> <tr> <td colspan="2">(the beneficial owner of which is David Jay Foster Limited)</td> </tr> <tr> <td>Steve Tesluk, 128 Montgomery Ave., Timmins, Ontario -</td> <td>23,336 shares</td> </tr> <tr> <td>Sollie Singer, 18 Elway Court, Toronto, Ontario -</td> <td>60,000 shares</td> </tr> </table>	James P. Manley, 25 Country Lane Willowdale, Ontario -	116,664 shares	(the beneficial owner of which is David Jay Foster Limited)		Steve Tesluk, 128 Montgomery Ave., Timmins, Ontario -	23,336 shares	Sollie Singer, 18 Elway Court, Toronto, Ontario -	60,000 shares				
James P. Manley, 25 Country Lane Willowdale, Ontario -	116,664 shares												
(the beneficial owner of which is David Jay Foster Limited)													
Steve Tesluk, 128 Montgomery Ave., Timmins, Ontario -	23,336 shares												
Sollie Singer, 18 Elway Court, Toronto, Ontario -	60,000 shares												
15. Names, addresses and shareholdings of five largest registered shareholders and if shareholdings are pooled or escrowed, so stating. If shares are registered in names of nominees or in street names, give names of beneficial owners, if possible, and if names are not those of beneficial owners, so state.	<table> <tr> <th></th> <th>No. of Shares</th> </tr> <tr> <td>Durham Securities, 100 Adelaide St. West, Toronto, Ont.</td> <td>1,072,103 ***</td> </tr> <tr> <td>James P. Manley, 25 Country Lane, Willowdale, Ont. (Escrowed)</td> <td>116,664 **</td> </tr> <tr> <td>David Jay Foster Limited, 32 Forest Ridge Drive, Toronto, Ont.</td> <td>110,385 *</td> </tr> <tr> <td>Sollie Singer, 18 Elway Court, Toronto, Ontario (escrowed)</td> <td>60,000 *</td> </tr> <tr> <td>Steve Tesluk, 128 Montgomery ave. Timmins, Ontario (of which 23, 336 are escrowed)</td> <td>33,337 *</td> </tr> </table> <p>* - beneficially owned ** - beneficially owned by David Jay Foster Limited *** - the signatories hereto are not aware who are the beneficial owners, but it is understood the shares are widely distributed to the Public</p>		No. of Shares	Durham Securities, 100 Adelaide St. West, Toronto, Ont.	1,072,103 ***	James P. Manley, 25 Country Lane, Willowdale, Ont. (Escrowed)	116,664 **	David Jay Foster Limited, 32 Forest Ridge Drive, Toronto, Ont.	110,385 *	Sollie Singer, 18 Elway Court, Toronto, Ontario (escrowed)	60,000 *	Steve Tesluk, 128 Montgomery ave. Timmins, Ontario (of which 23, 336 are escrowed)	33,337 *
	No. of Shares												
Durham Securities, 100 Adelaide St. West, Toronto, Ont.	1,072,103 ***												
James P. Manley, 25 Country Lane, Willowdale, Ont. (Escrowed)	116,664 **												
David Jay Foster Limited, 32 Forest Ridge Drive, Toronto, Ont.	110,385 *												
Sollie Singer, 18 Elway Court, Toronto, Ontario (escrowed)	60,000 *												
Steve Tesluk, 128 Montgomery ave. Timmins, Ontario (of which 23, 336 are escrowed)	33,337 *												

DEFERRED EXPLORATION AND ADMINISTRATION EXPENDITURES

FROM OCTOBER 1, 1964 TO JULY 23, 1965
(Prepared from the books of account without audit)

Exploration expenditures

<u>Elk Lake Mining Division</u>			
Diamond drilling	\$2,294.25		
Miscellaneous	<u>153.00</u>	\$ 2,447.25	
<u>Evelyn Township, Ontario</u>			
Miscellaneous		14.50	
<u>Tiblemont Township, Quebec</u>			
Miscellaneous		187.50	
<u>Langmuir Township, Ontario</u>			
Engineer's fees and expenses	\$1,040.83		
Geophysical survey	3,291.45		
Diamond drilling	5,987.00		
Miscellaneous	<u>34.50</u>	<u>10,353.78</u>	\$13,003.03

Administrative expenditures

Head office accommodation, accounting and secretarial services	\$ 2,000.00		
Legal and audit fees	301.20		
Transfer agent's fees and expenses	703.26		
Shareholders' meeting expense	1,187.52		
Stock exchange fees and expenses	661.55		
Directors' fees	375.00		
Miscellaneous	<u>231.31</u>		
	\$ 5,459.84		
Deduct - interest income	<u>2,540.76</u>	<u>2,919.08</u>	

<u>Expenditures for the period</u>	\$15,922.11
<u>Balance deferred at September 30, 1964</u>	<u>37,676.68</u>
<u>Balance deferred at July 23, 1965</u>	<u>\$53,598.79</u>

STATEMENT OF DEFICIT

FROM OCTOBER 1, 1964 TO JULY 23, 1965
(Prepared from the books of account without audit)

<u>Balance, September 30, 1964</u>	\$1,232,893.02
Add - additional exploration expenditures incurred on claims under option, which option was not exercised	<u>89.76</u>
	\$1,232,982.78
Deduct - additional proceeds from assignment of interest in option to purchase securities	<u>750.00</u>
<u>Balance, July 23, 1965</u>	<u>\$1,232,232.78</u>

STATEMENT OF SOURCE AND APPLICATION OF FUNDS

FROM OCTOBER 1, 1964 TO JULY 23, 1965
(Prepared from the books of account without audit)

<u>Source of funds</u>			
From sale of 500,000 shares of capital stock	\$ 80,000.00		
Cash received on option granted on company's mining claims	4,000.00		
Additional proceeds from assignment of interest on option to purchase securities	<u>750.00</u>	\$84,750.00	
<u>Application of funds</u>			
Deferred exploration and administrative expenditures, per statement	\$ 15,922.11		
Additional exploration expenditures incurred on optioned claims abandoned	89.76		
Cash consideration paid for purchase of mining claims	<u>12,000.00</u>	<u>28,011.87</u>	
<u>Increase in working capital</u>		<u>\$56,738.13</u>	

	As at September 30, 1964	As at July 23, 1965	Working Capital Increase (Decrease)
<u>Working capital changes</u>			
<u>Current assets</u>			
Cash	\$ 66,862.04	\$ 57,590.84	(\$ 9,271.20)
Guaranteed investment certificates	-	40,000.00	40,000.00
Accrued interest	540.72	1,870.00	1,329.28
Marketable securities	<u>52,133.49</u>	<u>70,375.99</u>	<u>18,242.50</u>
	\$119,536.25	\$169,836.83	\$50,300.58
<u>Current liabilities</u>			
Accounts payable	<u>6,937.55</u>	<u>500.00</u>	<u>6,437.55</u>
<u>Working capital</u>	<u>\$112,598.70</u>	<u>\$169,336.83</u>	<u>\$56,738.13</u>

R. Brown
Per [Signature]

GEOLOGIST'S REPORT

Note:-The following are excerpts from a report by G. L. Kirwan, B.Sc., F.G.A.C., dated July 27th, 1965, on mining claims located in Isle-Dieu Township, Matagami Lake Area, Province of Quebec. A complete copy of this report is on file with the Toronto Stock Exchange.

CONCLUSIONS:

The claim holdings of Accra Explorations Ltd. are situated in close proximity to a number of producing copper-zinc mines in the Matagami Lake area of Quebec. This area is currently receiving considerable explorational emphasis.

Radiore Uranium Mines Ltd. are encountering interesting copper values in their current deep drill program one mile north of the claim group where 115,000 tons of ore grade material has been outlined through previous work.

Although the claim group is apparently not underlain by the favourable Watson Lake Group 'tuffite' horizon which has given rise to certain copper-zinc mines in the area, the geology consisting of the gabbro-anorthosite rocks of the Bell River complex is believed favourable for the occurrence of base metal sulphide deposits particularly in view of the recorded low grade copper values in disseminated chalcopyrite encountered near the eastern boundary of the property through previous diamond drilling. There is no record available to the writer of nickel assays from the drill core although peridotite and basic gabbro rocks were encountered.

Although the property was target for previously conducted geophysical programs, instruments regarded as being better suited for detection of disseminated sulphide deposits should be employed.

RECOMMENDATIONS:

1. Locate and sample the surface copper showing reported to be in the eastern part of claim 1, license 223635.
2. Attempt to locate and assay for nickel selected portions of core from shallow diamond drilling previously done near the eastern boundary of the property.
3. Linecut on 100 ft. east-west spacings over claim 5, license 223632; claim 1, license 223635; and the east half of claim 4, license 223632 and claim 5, license 223634, in order to accommodate a self potential survey using the continuous-line method with readings taken every 50 ft.

The estimated cost of the above programs would be:

1. Surface showing examination:	\$ 300.00
2. Assay selected core portions:	\$ 200.00
3. Self potential survey:	<u>\$1,600.00</u>
Total estimated costs:	\$2,100.00

Diamond drilling, if warranted, would follow the above program. In view of the known history of the area, consideration should be given to deep probe diamond drilling.

PROPERTY LOCATION:

The 8 claim contiguous group held by Accra Explorations Ltd. forms a block one mile long east-west by one-half mile deep situated in the north half of Range 2, centre position, Isle Dieu township, about one mile west of the mining community of Matagami, Quebec. The Matagami Lake and Orchan Mines are located about 4 miles southwest of the holdings.

The claims are registered with the Quebec Department of Natural Resources as follows:

Licence No.Claim No.

223630

5

223632

3,4,5

223634

3,4,5

223635

1

The group would comprise about 320 acres.

ACCESS:

Access is readily attainable from the main Matagami road which traverses the group in the centre portion in an east-west direction.

HISTORY:

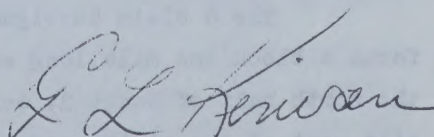
Records filed with the Quebec Resident Geologist's office in Val D'or show that the claim group was part of a much larger group of claims on which magnetometer-electromagnetometer surveys were done in 1958 and again in 1960-61 by Matagami Syndicate. Two diamond drill holes were placed very near to the eastern boundary of the property, perhaps over the reported copper showing in this area, in which low copper values were recorded over a modest width occurring in disseminated chalcopyrite. Both these holes were shallow. Although drill logs show that peridotite and gabbro were encountered, there is no record of nickel assays having been done.

CERTIFICATE

I, Gerald L. Kirwan of the city of Toronto in the Province of Ontario, hereby certify as follows:

1. That I am a geologist with offices at 40 Axsmith Crescent, Willowdale, and 77 York St., Toronto, Ontario.
2. That I am a graduate of Carleton University, B.Sc., 1957, and that I have practised my profession continuously since graduation.
3. That I am a Fellow of the Geological Association of Canada.
4. That I have no direct or indirect interest whatever in the mineral claims covered thereby and referred to in the accompanying report nor do I expect any interest in the above mentioned claims or securities of any company which owns these claims.
4. That the accompanying report has been prepared by myself and is based on a visit to the property on June 2, 1965, as well as an examination of all pertinent data which is found in government reports, maps, and files.

Dated at Toronto, Ontario, this 27th day of July, 1965.



G.L. Kirwan, B.Sc.

Dominion of Canada
PROVINCE OF ONTARIO

COUNTY OF YORK

TO WIT:

In the Matter of Claim No. 5, Certificate
No. 223630; Claims Nos. 3, 4 and 5, Certificate
No. 223632, Claims Nos. 3, 4, 5, Certificate
No. 223634; Claim No. 1, Certificate No. 223635;
situated in Isle Dieu Township, Province of Quebec;
AND IN THE MATTER OF the sale of the said Claims
by David J. Foster to Accra Explorations Limited.

I, DAVID J. FOSTER, of the

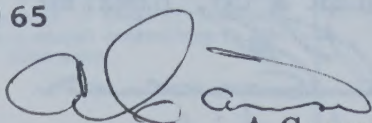
~~City~~ City of Toronto in the County of York,
Stock Broker,

DO SOLEMNLY DECLARE THAT

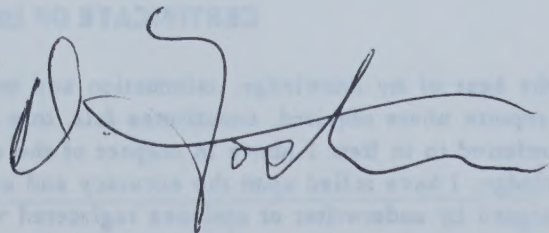
1. I purchased the above mentioned mining claims from Robert Rosenblat of the Township of Scarborough, in the County of York, Prospector, on the 13th of April, 1965.
2. The said purchase and sale was an arm's length transaction.
3. The price which I paid to the vendor for the said mining claims was \$175.00 per claim and the purchase price has been paid in full.
4. No moneys have been spent on the said claims to date.
5. The price payable by Accra Explorations Limited to me for the said claims is \$175.00 per claim.
6. I am making no profit on the said sale.

AND I make this solemn Declaration conscientiously believing it to be true, and knowing that it is of the same force and effect as if made under oath, and by virtue of "The Canada Evidence Act."

DECLARED before me at the City
of Toronto
in the County
of York
this 29 day of July
A.D. 1965



A Commissioner, etc.



16. Names, and addresses of persons whose shareholdings are large enough to materially affect control of the company.	The present directors are believed to be in such a position, subject to receipt of proxies in sufficient number from the shareholders of the Company.																														
17. If assets include investments in the shares or other securities of other companies, give an itemized statement thereof showing cost or book value and present market value.	<table> <tr> <th>No. of Shares</th><th></th><th>Cost</th><th>Market</th></tr> <tr> <td>500</td><td>Texas Gulf</td><td>\$28,088.99</td><td>\$29,362.50</td></tr> <tr> <td>500</td><td>Hollinger Consol.</td><td>15,612.50</td><td>12,812.50</td></tr> <tr> <td>5,000</td><td>Lorado Uranium</td><td>8,432.00</td><td>6,350.00</td></tr> <tr> <td>100</td><td>Falconbridge</td><td>10,167.50</td><td>9,325.00</td></tr> <tr> <td>500</td><td>Power Corp'n of Can.</td><td>8,075.00</td><td>6,562.50</td></tr> <tr> <td></td><td></td><td><u>\$70,375.99</u></td><td><u>\$64,412.50</u></td></tr> </table>	No. of Shares		Cost	Market	500	Texas Gulf	\$28,088.99	\$29,362.50	500	Hollinger Consol.	15,612.50	12,812.50	5,000	Lorado Uranium	8,432.00	6,350.00	100	Falconbridge	10,167.50	9,325.00	500	Power Corp'n of Can.	8,075.00	6,562.50			<u>\$70,375.99</u>	<u>\$64,412.50</u>		
No. of Shares		Cost	Market																												
500	Texas Gulf	\$28,088.99	\$29,362.50																												
500	Hollinger Consol.	15,612.50	12,812.50																												
5,000	Lorado Uranium	8,432.00	6,350.00																												
100	Falconbridge	10,167.50	9,325.00																												
500	Power Corp'n of Can.	8,075.00	6,562.50																												
		<u>\$70,375.99</u>	<u>\$64,412.50</u>																												
18. Brief statement of any lawsuits pending or in process against company or its properties.	None																														
19. The dates of and parties to and the general nature of every material contract entered into by the company which is still in effect and is not disclosed in the foregoing.	Under the terms of an agreement dated February 10, 1964, the Company granted an option to purchase 6 unpatented mining claims in Robb Township, Province of Ontario. To date the Company has received option payments totalling \$12,000 and the option to purchase agreement is presently in good standing.																														
20. Statement of any other material facts and if none, so state. Also state whether any shares of the company are in the course of primary distribution to the public.	There are no other material facts. The shares which are the subject of the underwriting and option agreement referred to above will be in the course of primary distribution if, as and when taken down by the underwriter.																														

CERTIFICATE OF THE COMPANY

DATED. August 3, 1965

The foregoing, together with the financial information and other reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 1 above and in respect of the company's affairs and there is no further material information applicable. (To be signed by two principal signing officers who are directors and the corporate seal to be affixed.)

ACCRA EXPLORATIONS LIMITED

"C. M. Cook"

"R. Brown."

CORPORATE
SEAL

CERTIFICATE OF UNDERWRITER OR OPTIONEE

To the best of my knowledge, information and belief, the foregoing, together with the financial information and the reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 1 above in respect of the company's affairs. Concerning matters which are not within my knowledge, I have relied upon the accuracy and adequacy of the information supplied to me by the company. (To be signed by underwriter or optionee registered with the Ontario Securities Commission or a corresponding body.)

E. H. POOLER & CO. LIMITED

"J. J. C. Evans"

"M. Hirshhorn"

[Signature]
[Signature]

THE TORONTO STOCK EXCHANGE

FILING STATEMENT NO. 1424.
FILED, APRIL 7th. 1966.

ACCRA EXPLORATIONS LIMITED

Full corporate name of Company
Incorporated under Part XI of The Companies Act (Ontario)
by letters patent dated April 1, 1935

Particulars of incorporation (e.g., Incorporated under Part IV of the Corporations Act, 1953
(Ontario) by Letters Patent dated May 1st, 1957).

Reference is made to previous
Filing Statement No. 1334.

FILING STATEMENT

(To be filed with respect to any material change in a company's affairs, including among other things,
an underwriting and option agreement, an issue of shares for property and a proposed re-organization.)

1. Brief statement of the material change in the affairs of the company in respect of which this statement is filed.	(1) Acquisition of 10 unpatented claims in Mack Township, Ontario (see Item 11). (2) Proposed increase in authorized capital (see Item 20). (3) Change in address of the President and of the Secretary-Treasurer (see Item 3). (4) Exercise by Cincinnati Porcupine Mines Limited of the offer to purchase from the Company six mining claims in Robb Township (Item 20). (5) Dropping nine claims in Willett and Barber Townships (Item 20).
2. Head office address and any other office address.	Suite 305, 100 Adelaide Street West, Toronto, Ontario.
3. Names, addresses and chief occupations for the past five years of present or proposed officers and directors.	President and Director - CRAWFORD M. COOK 70 Delisle Avenue, Toronto, Building Superintendent Vice-President and Director - MARTIN WINTER, 17 Marwood Street, Toronto, President of Motorcade Stores Limited. Secretary-Treasurer and Director - ROBERT BROWN, 6 Zaharias Court, Willowdale, Ontario, Corporate Secretary. Director - JOHN T. TOKARSKY, 199 Goulding Avenue, Willowdale, Ontario, Accountant. Director - HERBERT L. POUNTNEY, 2 Laxton Avenue, Toronto, Pharmacist.
4. Share capitalization showing authorized and issued and outstanding capital.	Authorized - 3,500,000 shares with par value \$1.each. Issued and Outstanding- 3,150,000 shares (see Item 20 for increase in authorized capital).
5. Particulars in respect of any bonds, debentures, notes, mortgages, charges, liens or hypothecations outstanding.	Nil
6. Details of any treasury shares or other securities now the subject of any underwriting, sale or option agreement or of any proposed underwriting, sale or option agreement.	None
7. Names and addresses of persons having any interest, direct or indirect in underwritten or optioned shares or other securities or assignments, present or proposed, and, if any assignment is contemplated, particulars thereof.	N/A
8. Any payments in cash or securities of the company made or to be made to a promoter or finder in connection with a proposed underwriting or property acquisition.	None

9. Brief statement of company's future development plans, including proposed expenditure of proceeds of sale of treasury shares, if any.	<p>The Company has accepted a tender for line-cutting and self-potential survey on the west half of its eight claim group in Isle Dieu Township, Quebec, at a cost of \$2250.00, to commence when the snow is off the ground.</p> <p>Upon acquisition of the ten claims in Mack Township, a programme of line-cutting, magnetic and self potential survey, geological mapping, trenching and bulk sampling programme will be carried out at an estimated cost of \$10,500.00, followed by diamond drilling if warranted. This programme will be started as soon as conditions permit.</p> <p>The Company has presently no plans for its claims in Evelyn Township and in Langmuir Township.</p>																		
10. Brief statement of company's chief development work during past year.	<p>(a) The Company has carried out a linecutting and self-potential survey on the east half of its claims in Isle Dieu Township, Quebec, at a cost of \$2,230.00. The Company intends to retain these claims and to carry out a self-potential survey on the balance of the claims at an estimated cost of \$2500.00.</p> <p>(b) The Company carried out on its Langmuir Township, Ontario, claims 1,145 feet diamond drilling at a cost of \$5,987.00 and a program of detailed Magnetometer and Electromagnetometer work at a cost of \$900.00. The Company intends to retain these claims and await further development of the area.</p> <p>(c) The Company carried out 1000 feet of diamond drilling at a cost of \$5,785.56 on its Tiblemont Township, Quebec, claims in which it holds a 75% interest. The Company intends to retain these claims and carry out an air photographic compilation study at an estimated cost of \$800.00.</p>																		
11. Names and addresses of vendors of any property or other assets intended to be purchased by the company showing the consideration to be paid.	<p>By agreement dated the 8th day of March, 1966, the Company, subject to this filing statement being accepted for filing by both the Toronto Stock Exchange and the Canadian Stock Exchange and the obtaining of the consent of the Quebec Securities Commission, has agreed to purchase from Philip Greenglass and Harry Kline, both of Toronto, ten unpatented claims in Mack Township, Ontario, for 140,000 free shares of the capital stock of the Company and a donation by David J. Foster of Durham Securities of 50,000 escrowed shares to Philip Greenglass and Harry Kline. The donation by Mr. Foster is being made without any remuneration from the Company.</p>																		
12. Names and addresses of persons who have received or will receive a greater than 5% interest in the shares or other consideration to be received by the vendor. If the vendor is a limited company, the names and addresses of persons having a greater than 5% interest in the vendor company.	<p>As far as the Company is aware, no persons other than the vendors will receive or shall be entitled to receive a greater than 5% interest in the said 140,000 free shares and the 50,000 escrowed donated shares to be given for the ten mining claims in Mack Township.</p> <p>Messrs. Greenglass and Kline have not entered into any agreement for the sale of the shares which they will receive with any officer, director or controlling shareholder of the Company.</p>																		
13. Number of shares held in escrow or in pool and a brief statement of the terms of escrow or the pooling agreement.	<p>200,000 shares are presently held in escrow, subject to release only upon the prior written consents of the Toronto Stock Exchange and Canadian Stock Exchange.</p> <p>If the purchase of the 10 claims referred to in Item 11 hereof is consummated, there will be an additional 315,000 shares in escrow subject to the above mentioned terms of escrow.</p>																		
14. Names and addresses of owners of more than a 5% interest in escrowed shares and their shareholdings (If shares are registered in the names of nominees or in street names, give names of beneficial owners, if possible.)	<table><tr><td>James P. Manley, 25 Country Lane, Willowdale, Ontario, (beneficial owner - David Jay Foster Limited)</td><td>116,664 shares</td></tr><tr><td>Steve Tesluk, 128 Montgomery Ave., Timmins, Ontario.</td><td>23,336 "</td></tr><tr><td>Sollie Singer, 18 Elway Court, Toronto, Ontario.</td><td>60,000 "</td></tr></table>	James P. Manley, 25 Country Lane, Willowdale, Ontario, (beneficial owner - David Jay Foster Limited)	116,664 shares	Steve Tesluk, 128 Montgomery Ave., Timmins, Ontario.	23,336 "	Sollie Singer, 18 Elway Court, Toronto, Ontario.	60,000 "												
James P. Manley, 25 Country Lane, Willowdale, Ontario, (beneficial owner - David Jay Foster Limited)	116,664 shares																		
Steve Tesluk, 128 Montgomery Ave., Timmins, Ontario.	23,336 "																		
Sollie Singer, 18 Elway Court, Toronto, Ontario.	60,000 "																		
15. Names, addresses and shareholdings of five largest registered shareholders and if shareholdings are pooled or escrowed, so stating. If shares are registered in names of nominees or in street names, give names of beneficial owners, if possible, and if names are not those of beneficial owners, so state.	<table><tr><th></th><th>No. of Shares</th><th></th></tr><tr><td>Durham Securities, 100 Adelaide Street, Toronto, Ont.</td><td>1,083,853</td><td>***</td></tr><tr><td>James P. Manley, 366 Bay St., 9th Floor, Toronto(escrowed)</td><td>116,664</td><td>**</td></tr><tr><td>Sollie Singer, 18 Elway Court Toronto. (escrowed)</td><td>60,000</td><td>*</td></tr><tr><td>E. H. Pooler & Co. Ltd. 302 Bay Street, Toronto.</td><td>56,714</td><td>***</td></tr><tr><td>Gailgary Investments Ltd., 32 Forest Ridge Driver, Toronto, Ontario.</td><td>50,000</td><td>*</td></tr></table> <p>* - beneficially owned ** - beneficially owned by David Jay Foster Ltd. *** - the signatories hereto are not aware who are the beneficial owners, but it is understood the shares are widely distributed to the public.</p>		No. of Shares		Durham Securities, 100 Adelaide Street, Toronto, Ont.	1,083,853	***	James P. Manley, 366 Bay St., 9th Floor, Toronto(escrowed)	116,664	**	Sollie Singer, 18 Elway Court Toronto. (escrowed)	60,000	*	E. H. Pooler & Co. Ltd. 302 Bay Street, Toronto.	56,714	***	Gailgary Investments Ltd., 32 Forest Ridge Driver, Toronto, Ontario.	50,000	*
	No. of Shares																		
Durham Securities, 100 Adelaide Street, Toronto, Ont.	1,083,853	***																	
James P. Manley, 366 Bay St., 9th Floor, Toronto(escrowed)	116,664	**																	
Sollie Singer, 18 Elway Court Toronto. (escrowed)	60,000	*																	
E. H. Pooler & Co. Ltd. 302 Bay Street, Toronto.	56,714	***																	
Gailgary Investments Ltd., 32 Forest Ridge Driver, Toronto, Ontario.	50,000	*																	

FINANCIAL STATEMENTS

FISHER, NISKER & COMPANY

ACCRA EXPLORATIONS LIMITED

BALANCE SHEET

AS AT FEBRUARY 28, 1966

(Prepared from the books of account without audit)

ASSETS

Current assets

Cash	\$ 83,351.18	
Guaranteed investment certificate	40,000.00	
Accrued interest	350.00	
Marketable securities, at cost (market value \$100,290.96)	<u>70,275.99</u>	\$194,077.17

Investment in Cincinnati-Porcupine Mines Limited (Note 1)

24,433.87

Mining claims, at valuation attributed to 100,000 shares of capital stock issued for the claims plus \$30,900.00 paid in cash

40,900.00

Deferred expenditures

Exploration and administrative expenditures, per statement	\$ 41,832.98	
Reorganization expenses	<u>6,228.54</u>	<u>48,061.52</u>
		\$307,472.56

LIABILITIES

Current liabilities

Accounts payable	\$ 1,053.82
------------------	-------------

Shareholders' equity

Capital stock

Authorized:

3,500,000 shares, par value \$1.00 each

Issued and fully paid:

3,150,000 shares	\$3,150,000.00	
Less - discount	<u>2,480,900.76</u>	\$ 669,099.24

Contributed surplus, arising from the re- duction of capital stock at November 30, 1962

889,797.70
\$1,558,896.94

Deficit (no change since September 30, 1965)

1,252,478.20 306,418.74

\$307,472.56

Approved on behalf of the
Board of Directors:

..... *M. Cook* (Director)

..... *A. Brown* (Director)

ACCRA EXPLORATIONS LIMITED

NOTE TO FINANCIAL STATEMENTS

FEBRUARY 28, 1966

Note 1 - The company has acquired 50,000 shares of Cincinnati-Porcupine Mines Limited and \$20,000.00 cash for the sale of six unpatented mining claims in Robb Township, Ontario. The \$24,433.87 shown on the balance sheet as the cost of the aforesaid 50,000 shares was determined as follows:

Cost of the 6 unpatented claims in Robb Township (acquired for 300,000 shares of Accra Explorations Limited)	\$30,000.00
--	-------------

Exploration expenditures incurred by Accra Explorations Limited on the Robb Township claims	12,033.87
---	-----------

Administrative expenditures incurred by Accra Explorations Limited apportioned to the Robb Township claims	2,500.00 <u>\$44,533.87</u>
--	--------------------------------

Less - cash proceeds received from sale of the claims	20,100.00 <u>\$24,433.87</u>
---	---------------------------------

ACCRA EXPLORATIONS LIMITED

DEFERRED EXPLORATION AND ADMINISTRATIVE EXPENDITURES

FOR THE FIVE MONTHS ENDED FEBRUARY 28, 1966
(Prepared from the books of account without audit)

<u>Exploration expenditures</u>		
Geophysical survey	\$1,530.00	
Government fees	<u>290.50</u>	\$ 1,820.50
<u>Administrative expenditures</u>		
Head office accommodation, accounting and secretarial services	\$1,000.00	
Transfer agent's fees and expenses	553.82	
Stock exchange fees and expenses	160.10	
Directors' fees	100.00	
Miscellaneous expenses	<u>144.72</u>	
	\$1,958.64	
Less - interest and dividend income	<u>2,870.35</u>	<u>(911.71)</u>
<u>Net expenditures for the period</u>		\$ 908.79
<u>Balance deferred at September 30, 1965</u>		<u>55,458.06</u>
		\$56,366.85
Deduct - \$12,033.87 exploration expenditures and \$2,500.00 administrative expenditures transferred to investment in Cincinnati-Porcupine Mines Limited (Note 1)		<u>14,533.87</u>
<u>Balance deferred at February 28, 1966</u>		<u>\$41,832.98</u>

ACCRA EXPLORATIONS LIMITED

STATEMENT OF SOURCE AND APPLICATION OF FUNDS

FOR THE FIVE MONTHS ENDED FEBRUARY 28, 1966
(Prepared from the books of account without audit)

<u>Source of funds</u>		
Balance of cash proceeds received from the sale of the Robb Township mining claims		\$4,100.00
<u>Application of funds</u>		
Exploration and administrative expenditures, per statement		<u>908.79</u>
<u>Increase in working capital</u>		<u>\$3,191.21</u>
<u>Increased as follows</u>		
Decrease in accounts payable		\$4,544.85
Less - decrease in cash	\$621.60	
- decrease in accrued interest	<u>732.04</u>	<u>1,353.64</u>
		<u>\$3,191.21</u>

ENGINEER'S REPORT

Note: The following are excerpts from a report by G.L. Kirwan, B.Sc., Consulting Geologist, dated March 7th, 1966, on mining claims located in Mack Township, District of Algoma, Sault Ste. Marie Mining Division, Ontario. A complete copy of this report is on file with the Toronto Stock Exchange.

CONCLUSIONS:

The Accra group of claims is situated in the Algoma area of Ontario in a geological and structural environment favourable for the deposition of base and precious metals.

The property is underlain essentially by quartzites and conglomerates of the Bruce Group. An inferred fault zone and three prominent diabase dikes, structures which lend themselves to ore emplacement, occur on the property.

In the vicinity of one of the diabase dikes is a five foot wide copper-mineralized occurrence of which the extent and grade is unknown. Numerous quartz veins, apparently related to the sulphide zone, could carry gold values.

RECOMMENDATIONS:

In view of the developments within the general area, the favourable geology and structure underlying the property, as well as a copper-mineralized zone with associated quartz veins, the following work program is recommended:

1. Linecut the property on 200 ft. east-west spacings and conduct a combined magnetic and continuous-line self potential survey with stations established each 50 ft.
The estimated cost of this program is \$4,200.00
 2. Geologically map and prospect the entire property. The estimated cost is \$1,300.00
 3. Trench the known copper occurrences in claim SSM 78463 for bulk sampling for assay purposes and trench and sample quartz veins in the area for gold content determinations. The estimated cost of trenching and sampling, exclusive of assay costs, would be \$5,000.00
- Total estimated cost: \$10,500.00

Diamond drilling, if warranted, would follow.

PROPERTY, LOCATION, ACCESS:

The property consists of 10 contiguous, unleased, mining claims, about 400 acres in all, situated in the south central portion of Mack Township, District of Algoma, Sault Ste. Marie Mining Division, Ontario. The claims are numbered SSM 78460-469 inclusive.

G.L. Kirwan
March 1966

The claim group is eight miles north of the settlement of Blind River, Ontario, which is on Trans-Canada Hwy. No. 17 and is serviced by the Canadian Pacific Railroad.

Access is by float or ski-equipped aircraft from Lauzon Lake, eight miles east of Blind River, to Emerald Lake which borders the northwestern portion of the property.

HISTORY AND WORK DONE:

The area embracing the claim group was originally held by Harico Mining and Development Co. Ltd. In 1954, this company conducted a geological survey over the ground in search for radioactive minerals. A test pit was placed on the property in what is now claim No. SSM 78463 which showed "...considerable chlorite, pyrite, and chalcopyrite (copper)..." (ODM File 63A.183)

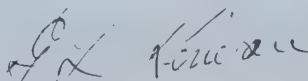
The property was subsequently dropped as no radioactive material of economic importance was located.

CERTIFICATE

I, Gerald L. Kirwan of the city of Toronto in the Province of Ontario, hereby certify as follows:

1. That I am a geologist with offices at 40 Axsmith Crescent, Willowdale, and 160 Bay St., Toronto, Ont.
2. That I am a graduate of Carleton University, B.Sc., 1957, and that I have practised my profession continuously since graduation.
3. That I am a Fellow of the Geological Association of Canada.
4. That I have no direct or indirect interest in the mineral rights covered thereby and referred to in the accompanying report nor do I expect any interest in these rights or any interest in the securities of any company which owns these rights.
5. That the accompanying report has been prepared by myself and is based on an examination of pertinent data in government reports, maps, and files, data made public through Crownbridge Copper Mines Ltd., and upon a visit to the property November 21st, 1965.

Dated at Toronto, Ontario, this 7th day of March, 1966



G.L. Kirwan

16. Names, and addresses of persons whose shareholdings are large enough to materially affect control of the company.	No person has shareholdings large enough to materially affect control of the Company. Durham Securities and David Jay Foster Limited, voting together and provided they were able to acquire proxies from other shareholders, might be in a position to materially affect control of the Company. The only person owning a greater than 5% interest in Durham Securities and in David Jay Foster Limited is David J. Foster, 32 Forest Ridge Drive, Toronto, Ontario.			
17. If assets include investments in the shares or other securities of other companies, give an itemized statement thereof showing cost or book value and present market value.	No. of Shares		Cost	Market
	500	Texas Gulf	\$ 28,088.99	\$ 62,461.80
	500	Hollinger Consolidated	15,612.50	13,905.00
	5,000	Lorado Uranium	8,432.00	6,210.00
	100	Falconbridge Nickel	10,167.50	10,872.36
	500	Power Corp. of Canada	8,075.00	6,841.80
	50,000	Cincinnati-Porcupine Mines Ltd.	24,433.87	15,000.00
			\$ 94,809.86	\$115,290.96
18. Brief statement of any lawsuits pending or in process against company or its properties.	Nil			
19. The dates of and parties to and the general nature of every material contract entered into by the company which is still in effect and is not disclosed in the foregoing.	None			
20. Statement of any other material facts and if none, so state. Also state whether any shares of the company are in the course of primary distribution to the public.	<p>(1) The option granted to Bert Lang by agreement dated February 10, 1964 and assigned to Cincinnati-Porcupine Mines Limited has been fully exercised, the Company having received payment of \$20,000 and 50,000 free shares of Cincinnati-Porcupine Mines Limited.</p> <p>(2) The directors have passed a special resolution authorizing an application to the Lieutenant-Governor of the Province of Ontario for an order increasing the capital of the Company to 5,000,000 shares of the par value of \$1.00 each by the creation of an additional 1,500,000 shares of the par value of \$1.00 each ranking on a parity with the existing shares. The annual and special general meeting of shareholders was held on the 30th day of March, 1966 for the purpose of considering and, if deemed advisable, confirming the said special resolution and same was duly confirmed.</p> <p>On acceptance of this filing statement an application will be made for supplementary letters patent giving effect to the increase in authorized capital.</p> <p>(3) On advice of the Company's engineer, the nine mining claims on Willett and Barber Townships have been dropped.</p> <p>(4) There are no shares of the Company presently in primary distribution.</p>			

DATED March 31st, 1966.

CERTIFICATE OF THE COMPANY

The foregoing, together with the financial information and other reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 1 above and in respect of the company's affairs and there is no further material information applicable. (To be signed by two principal signing officers who are directors and the corporate seal to be affixed.)

ACCRA EXPLORATIONS LIMITED

"C.M. Cook"

CORPORATE
SEAL

"R. Brown"

CERTIFICATE OF UNDERWRITER OR OPTIONEE

To the best of my knowledge, information and belief, the foregoing, together with the financial information and the reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 1 above in respect of the company's affairs. Concerning matters which are not within my knowledge, I have relied upon the accuracy and adequacy of the information supplied to me by the company. (To be signed by underwriter or optionee registered with the Ontario Securities Commission or a corresponding body.)

TORONTO STOCK EXCHANGE

AMENDING FILING STATEMENT NO. 191.
FILED, MAY 14th. 1964.

ACCRA EXPLORATIONS LIMITED

Full corporate name of Company

AMENDING FILING STATEMENT

(To be filed with respect to any change in a Filing Statement filed within a period of six months)

To be read in conjunction with Filing Statement No. 1049 dated March 3, 1964.

Brief statement of the material change in the affairs of the company in respect of which this amending filing statement is filed.	(1) Notice to the Company of assignment of option to purchase (see Item 19(b) hereof); (2) Exercise by the Company of an option to purchase (see Item 19(a) hereof); (3) Purchase by the Company of 12 unpatented mining claims (see Item 19(c) hereof); (4) Sale by the Company of an undivided 25% interest in 20 unpatented mining claims (see Item 19(d) hereof);
4. Share capitalization showing authorized and issued and outstanding capital.	Authorized - 3,500,000 having par value \$1.00 each Issued & Outstanding - 2,042,500
6. Details of any treasury shares or other securities now the subject of any underwriting, sale or option agreement or of any proposed underwriting, sale or option agreement.	The following shares of the Company are presently under option:- 107,500 shares @ 15 cents per share 200,000 shares @ 20 cents per share 200,000 shares @ 25 cents per share 200,000 shares @ 30 cents per share
9. Brief statement of company's future development plans, including proposed expenditure of proceeds of sale of treasury shares, if any.	If the Company acquires the mining claims referred to in Item 19(c) hereof the Company intends to use available funds of the Company to pay the purchase price of \$12,000 for the said mining claims and to carry out on the said claims the engineers' recommendations at an estimated cost of \$10,000.
11. Names and addresses of vendors of any property or other assets intended to be purchased by the company showing the consideration to be paid.	The Vendor of the mining claims referred to in Item 19(c) hereof is Sol Singer, 18 Elway Court, Toronto, Ontario, and the consideration to be paid to him is \$12,000 cash.
12. Names and addresses of persons who have received or will receive a greater than 5% interest in the shares or other consideration to be received by the vendor. If the vendor is a limited company, the names and addresses of persons having a greater than 5% interest in the vendor company.	As far as the signatories hereto are aware no person shall receive or shall be entitled to receive a greater than 5% interest in the purchase price for the said claims, save the vendor.
13. Number of shares held in escrow or in pool and a brief statement of the terms of escrow or the pooling agreement.	325,000 shares are held in escrow subject to release only upon the prior written consent of the Toronto Stock Exchange and the Canadian Stock Exchange.
14. Names and addresses of owners of more than a 5% interest in escrowed shares and their shareholdings (If shares are registered in the names of nominees or in street names, give names of beneficial owners, if possible.)	E.H. Pooler & Co. Limited, 302 Bay Street, Toronto, Ontario - 37,037 shares (the beneficial owner of which is Steve Teslop, Timmins, Ontario) James P. Manley, 25 Country Lane, Willowdale, Ontario - 287,963 shares (the beneficial owner of which is David J. Foster, 32 Forest Ridge Drive, Toronto, Ontario.

FINANCIAL STATEMENTS

ACCRA EXPLORATIONS LIMITED

STATEMENT OF CHANGES IN WORKING CAPITAL

FOR THE PERIOD FROM MARCH 1, 1964 TO APRIL 30, 1964
(Prepared from the books of the company without audit)

	As at February 29, 1964	As at April 30, 1964	Increase in Working Capital (Decrease)
Current assets	\$47,316.50	\$77,271.68	\$29,955.18
Current liabilities	<u>3,760.39</u>	<u>949.00</u>	<u>2,811.39</u>
	\$43,556.11	\$76,322.68	\$32,766.57
Decrease in working capital resulting from adjustment of accounts payable as at February 29, 1964	<u>(596.44)</u>		<u>(596.44)</u>
Working capital	<u>\$44,152.55</u>	<u>\$76,322.68</u>	<u>\$32,170.13</u>

Approved on behalf of the
Board of Directors:

E. M. Cook . . . (Director)
R. Brown . . . (Director)

FISHER, NISKER & COMPANY

ACCRA EXPLORATIONS LIMITED

STATEMENT OF SOURCE AND APPLICATION OF FUNDS

FOR THE PERIOD FROM MARCH 1, 1964 TO APRIL 30, 1964
(Prepared from the books of the company without audit)

Source of funds

Proceeds from sale of 25% interest in mining claims at Tiblémont Township, Quebec	\$ 2,500.00
Proceeds received from option granted to Bert W. Lang to purchase the company's mining claims in Robb Township, Ontario	4,000.00
Proceeds from assignment of interest in option to purchase securities	150.38
Proceeds from sale of 277,500 shares of capital stock of the company at 15¢ per share	<u>41,625.00</u>
	\$48,275.38

Application of funds

Payment on options to purchase mining claims	\$4,000.00
Purchase of 20 mining claims in Tiblémont Township, Quebec	8,000.00
Deferred administrative expenditures:	
Head office accommodation, accounting and secretarial services	\$ 500.00
Legal and audit fees	135.00
Shareholders' meeting expense	1,066.78
Directors' fees	200.00
Stock exchange fees	585.85
Miscellaneous	<u>117.72</u>
	2,605.35
Deferred exploration expenditures:	
<u>Properties held under option in the</u>	
<u>Elk Lake Mining Division</u>	
Diamond drilling	\$ 143.33
Cookery and commissary	49.75
Geophysical and geological surveys	400.00
Government fees	100.00
Miscellaneous	<u>6.82</u>
	699.90
<u>Township of Tiblémont, County of Abitibi, P.Q.</u>	
Government fees	\$ 50.00
Engineer's fees	250.00
Geophysical and geological surveys	<u>500.00</u>
	800.00
	<u>16,105.25</u>

Increase in working capital, per statement \$32,170.13

ENGINEER'S REPORT

Note - The following are excerpts from two reports by G.P. Thoday, P.Eng., dated April 27th, and May 4th, 1964, on mining claims located in Evelyn and Willet, Barber Townships, in the Provinces of Ontario and Quebec. Complete copies of these reports are on file with the Toronto Stock Exchange.

CONCLUSION & RECOMMENDATIONS

The Accra property is underlain by rocks geologically responsive to silver mineralization.

Silver values up to 117.3 ozs. are reported by John Jewell, consulting geologist, to have been taken from pits on the Accra property.

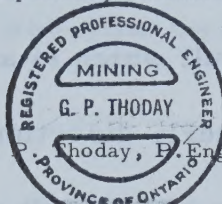
It is recommended that the property be geologically mapped, the pits located, cleaned out and sampled. Based upon these results a diamond drilling program would be considered.

Cost of the above program
exclusive of diamond drilling \$2,600.00

Respectfully submitted,

Haileybury, Ontario
May 4, 1964

G. P. Thoday, P. Eng.



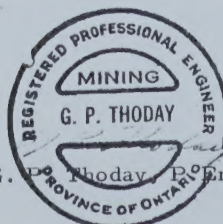
C E R T I F I C A T E

I, G. P. Thoday, of the Town of Haileybury, in the Province of Ontario, do hereby certify that:

1. I am a professional engineer in mining with business address at Haileybury, Ontario.
2. I attended the University of Saskatchewan and have been practicing my profession since 1942.
3. I am a member of the Association of Professional Engineers of Ontario, a member of the American Institute of Mining & Metallurgical Engineers and a member of the Canadian Institute of Mining and Metallurgy.
4. I have no interest either directly or indirectly nor do I anticipate any interest either directly or indirectly in the property or securities of Accra Explorations Limited.
5. My report is based on geological information from various government publications and maps of the area, and an examination was made of the property on May 2nd, 1964.

Haileybury, Ontario
May 4, 1964.

G. P. Thoday, P. Eng.



CONCLUSIONS AND RECOMMENDATIONS

Accra Explorations have acquired a property in the Timmins area, located in Evelyn Township. The property adjoins to the west of the Hollinger Consolidated Gold Mines property where they are actively engaged in a diamond drilling program.

The property is drift covered with a portion of the claims lying in Frederick House Lake.

Active exploration in the area has been accelerated by the major base metal find of Texas Gulf Sulphur, which lies 18 miles to the west of the Accra property. International Nickel is working in the area 10 miles northwest of the Accra property.

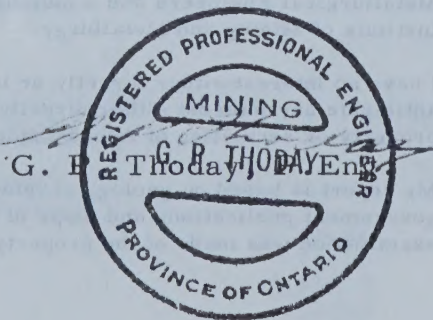
The general geology of the Accra property from the projection of the known geology is believed to be favourable.

The Pipestone fault which is a major structural feature has been traced in an east-westerly direction for some distance to the south of the area. The projection of the fault passes to the south of the property.

It is recommended that a detailed geophysical program consisting of a ground magnetic and electromagnetic survey be carried out over the property.

The cost of the program will be \$10,000.

Respectfully submitted,



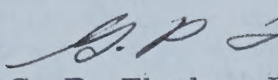
G. G. I. Surveys Limited

C E R T I F I C A T E

I, G. P. Thoday, of the Town of Haileybury, in the Province of Ontario do hereby certify that:

1. I am a professional engineer in mining with business address at Haileybury, Ontario.
2. I attended the University of Saskatchewan and have been practicing my profession since 1942.
3. I am a member of the Association of Professional Engineers of Ontario, a member of the American Institute of Mining & Metallurgical Engineers and a member of the Canadian Institute of Mining and Metallurgy.
4. I have no interest either directly or indirectly nor do I anticipate any interest either directly or indirectly in the property or securities of Accra Explorations Limited.
5. My report is based on geological information from various government publications and maps of the area. A helicopter traverse of the property was made on April 25th, 1964.

Toronto, Ontario
April 27, 1964


G. P. Thoday, P. Eng.



G. G. I. Surveys Limited

15. Names, addresses and shareholdings of five largest registered shareholders and if shareholdings are pooled or escrowed, so stating. If shares are registered in names of nominees or in street names, give names of beneficial owners, if possible, and if names are not those of beneficial owners, so state.	<table><tr><td>James P. Manley, 25 Country Lane, Willowdale, Ontario. Durham Securities, Room 609, 100 Adelaide St. West, Toronto, Ontario. E. H. Pooler & Co. Limited, 302 Bay Street, Toronto, Ont. Robert I. Pollock, C/o Pollocks Shoes Limited, 280 Church Street, Toronto, Ontario. Dorothy G. Gilbert, C/o Gilbert Gift Shop, Southampton, Ontario.</td><td><u>No. of Shares</u> 350,555 ** 214,401 *** 76,897 *** 20,000 * 16,900 *</td></tr></table> <p>* - beneficially owned. ** - beneficially owned by David Jay Foster Limited *** - the signatories' hereto are not aware who are the beneficial owners, but it is understood the shares are widely distributed to the public.</p>	James P. Manley, 25 Country Lane, Willowdale, Ontario. Durham Securities, Room 609, 100 Adelaide St. West, Toronto, Ontario. E. H. Pooler & Co. Limited, 302 Bay Street, Toronto, Ont. Robert I. Pollock, C/o Pollocks Shoes Limited, 280 Church Street, Toronto, Ontario. Dorothy G. Gilbert, C/o Gilbert Gift Shop, Southampton, Ontario.	<u>No. of Shares</u> 350,555 ** 214,401 *** 76,897 *** 20,000 * 16,900 *				
James P. Manley, 25 Country Lane, Willowdale, Ontario. Durham Securities, Room 609, 100 Adelaide St. West, Toronto, Ontario. E. H. Pooler & Co. Limited, 302 Bay Street, Toronto, Ont. Robert I. Pollock, C/o Pollocks Shoes Limited, 280 Church Street, Toronto, Ontario. Dorothy G. Gilbert, C/o Gilbert Gift Shop, Southampton, Ontario.	<u>No. of Shares</u> 350,555 ** 214,401 *** 76,897 *** 20,000 * 16,900 *						
17. If assets include investments in the shares or other securities of other companies, give an itemized statement thereof showing cost or book value and present market value.	<table><tr><td></td><td><u>Purchase Price</u></td><td><u>Market Value</u></td></tr><tr><td>500 shares Texas Gulf Sulphur</td><td>\$25,970.75 (U.S.Funds)</td><td>\$25,970.75</td></tr></table>		<u>Purchase Price</u>	<u>Market Value</u>	500 shares Texas Gulf Sulphur	\$25,970.75 (U.S.Funds)	\$25,970.75
	<u>Purchase Price</u>	<u>Market Value</u>					
500 shares Texas Gulf Sulphur	\$25,970.75 (U.S.Funds)	\$25,970.75					
19. The dates of and parties to and the general nature of every material contract entered into by the company which is still in effect and is not disclosed in the foregoing.	<p>(a) The Company has exercised its option to purchase from Sol Singer the 9 unpatented mining claims in the Township of Willett (see Item 19(a) of filing statement No. 1049);</p> <p>(b) The Company has been notified that Bert W. Lang has assigned all his right, title and interest in the option he obtained from the Company to purchase 6 mining claims owned by the Company in Robb Township, Ontario, to Cincinnati-Porcupine Mines Limited. (see Item 19(c) of filing statement No. 1049);</p> <p>(c) By agreement dated the 1st day of May, 1964, the Company acquired, subject to verification of title, from Sol Singer, Prospector, 18 Elway Court, Toronto, Ontario, the following unpatented mining claims in Evelyn Township, Province of Ontario, recorded in the office of the Mining Recorder, Timmins, Ontario, as Nos. P-57705 to P57710 inclusive; P-57639 to P-57642 inclusive; and P-57645 and P-57646, for the sum of \$12,000 cash;</p> <p>(d) By agreement dated the 19th of March, 1964, the Company sold to Gomar Mines Limited for \$2,500 cash an undivided 25% interest in 20 unpatented mining claims in Tiblemont Township, Province of Quebec, described as follows: Claims 1 and 2, Miner's Certificate C-208785; Claims 1 to 3 inclusive, Miner's Certificate C-208736; and Claims 1 to 5 inclusive on each of Miner's Certificates C-208695, C-208697 and C-208698.</p>						
Statement of any other material facts and if none, so state.	None.						

DATED May 7, 1964

CERTIFICATE OF THE COMPANY

The foregoing, together with the financial information and other reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 1 above and in respect of the company's affairs and there is no further material information applicable. (To be signed by two principal signing officers who are directors and the corporate seal to be affixed.)

ACCRA EXPLORATIONS LIMITED

"C.M. Cook"

"R. Brown"

[Signature] CORPORATE SEAL
[Signature] Sec. Treas

CERTIFICATE OF UNDERWRITER OR OPTIONEE

To the best of my knowledge, information and belief, the foregoing, together with the financial information and the reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 1 above and in respect of the company's affairs. Concerning matters which are not within my knowledge, I have relied upon the accuracy and adequacy of the information supplied to me by the company. (To be signed by underwriter or optionee registered with the Ontario Securities Commission or a corresponding body.)

E. H. POOLER & CO. LIMITED

"J.C. Evans"

"E.R. Pooler"

[Signature]
[Signature] SECRETARY